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MAR 13 1989

CERTIFICATE OF INCORPORATION

OF

JANE BURGIO
Secretary of State

K. HOVNANIAN AT NEWARK URBAN RENEWAL CORPORATION III, INC.

To: The Secretary of State
State of New Jersey

The undersigned, of the age of eighteen years or over,
for the purpose of forming a corporation pursuant to the provisions
of Title 14A, Corporations, General, of the New Jersey Statutes, does
hereby execute the following Certificate of Incorporation:

FIRST: The name of the corporation is:

K. HOVNANIAN AT NEWARK URBAN RENEWAL CORPORATION III, INC.

SECOND: The purposes for which this corporation is
organized are:

To operate under N.J.S.A. 40:55C-1 et seq., and to initiate
and conduct projects for the clearance, replanning, development and redevelopment
of blighted areas in the City of Newark, and to acquire by purchase or
lease of not less than 15 years from a public or private owner, to plan,
develop, construct, alter, maintain or operate housing, business, industrial,
commercial, cultural, or recreational projects or any combination of any two
or more such types of improvement in a single project, under such conditions
as to use, ownership, management and control as regulated pursuant to N.J.S.A.
40:55C-41 et seq.

So long as the Corporation is obligated under a financial agree-
ment with the City of Newark, it shall engage in no business other than the
development, redevelopment, ownership, operation and management of the project
referenced in that agreement.

The Corporation declares that it has been organized to serve a public purpose, that its operations shall be directed toward providing for and making possible the clearance, replanning, development or redevelopment of blighted areas, or the acquisition, management, and operation of a project in the City of Newark. It further declares that it shall be subject to regulation by the City of Newark, pursuant to N.J.S.A. 40:55C-41 et seq., and to a limitation on profits and dividends for so long as it remains the owner of a project subject to that act, or is by contract or resolution charged with responsibility for administration and management of a condominium or condominium property pursuant to N.J.S.A. 46:8B-1.

The Corporation shall not voluntarily transfer the project undertaken by it under the terms of N.J.S.A. 40:55C-41 et seq. until it has removed both itself and the project from all restrictions of that Act; providing that the foregoing restriction shall not be applied to prevent the transfer of a project to another urban renewal entity, which, with the consent of the City of Newark, shall assume all the contractual obligations of this Corporation under the financial agreement with the City of Newark.

THIRD: The aggregate number of shares which the corporation shall have the authority to issue is

2,500 Shares Without Nominal or Par Value

FOURTH: The name and address of the corporation's initial Registered Agent therein is

Peter S. Reinhart, Esq.	10 Highway 35 P.O. Box 500 Red Bank, New Jersey 07701
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FIFTH: The number of directors constituting the initial Board of Directors shall be six and the names and addresses of the directors are as follows:

Kevork S. Hovnanian	29 Ward Avenue Rumson, New Jersey 07760
Ara K. Hovnanian	61 Whipporwill Valley Road Atlantic Highlands, New Jersey 07716
Paul W. Buchanan	8 Blueberry Lane Leonardo, New Jersey 07737
Timothy P. Mason	22 Devon Drive Piscataway, New Jersey 08854
Peter S. Reinhart, Esq.	2 Bayhill Road Leonardo, New Jersey 07737

John J. Schimpf

227 Pelican Road
Middletown, New Jersey 07748

SIXTH: The name and address of the Incorporator is as

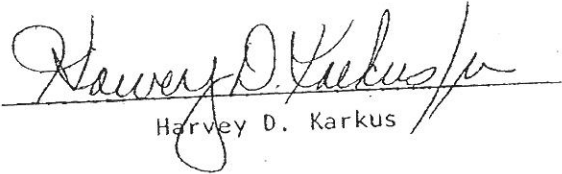
follows:

Harvey D. Karkus

86 Smith Street
P.O. Box 618
Perth Amboy, New Jersey 08862

IN WITNESS WHEREOF, the undersigned, the Incorporator of the
above-named Corporation, has hereunto signed this Certificate of Incorporation.

Dated: March 7, 1989


Harvey D. Karkus

Filed By:

Karkus Press
86 Smith Street - P.O. Box 618
Perth Amboy, New Jersey 08862

STATEMENT BY INCORPORATOR OF ACTION TAKEN

IN LIEU OF ORGANIZATION MEETING OF

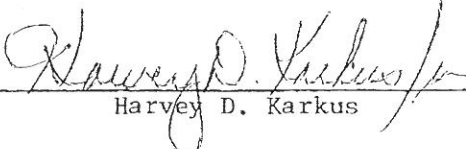
K. HOVNANIAN AT NEWARK URBAN RENEWAL CORPORATION III, INC.

The undersigned, being all of the incorporators of
K. HOVNANIAN AT NEWARK URBAN RENEWAL CORPORATION III, INC.
a New Jersey corporation, in lieu of an organization meeting
hereby states that the following action is taken to organize
the corporation:

1. By-Laws relating to the business of the corporation
and the conduct of its affairs and the rights and powers of the
corporation, its shareholders, directors and officers as prepared
by counsel for the corporation are appended to this statement.

2. The following persons are designated, nominated, and
elected as the directors of the corporation to serve until the
first annual meeting of shareholders or until their successors are
elected and qualified:

Dated: March 13, 1989



Harvey D. Karkus

FILED

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CERTIFICATE OF MERGER

OF

K. HOVNANIAN PORT IMPERIAL URBAN RENEWAL, INC.

INTO

K. HOVNANIAN AT NEWARK URBAN RENEWAL III, INC.

The undersigned corporations, organized and existing by virtue of the Business Corporation Law of the State of New Jersey, do hereby certify:

First: That the name and state of incorporation of each of the constituent corporations of the merger are as follows:

<u>NAME</u>	<u>STATE</u>
K. Hovnanian Port Imperial Urban Renewal, Inc.	New Jersey
K. Hovnanian at Newark Urban Renewal III, Inc.	New Jersey

Second: That a Plan of Merger has been approved and the surviving corporation shall be K. Hovnanian at Newark Urban Renewal III, Inc. The Certificate of Incorporation shall be that of the surviving corporation.

Third: That the Plan of Merger was approved, adopted, certified, executed and acknowledged by each of the constituent corporations. The Plan of Merger was approved by the Board of Directors of the surviving corporation, K. Hovnanian at Newark Urban Renewal III, Inc. and no vote of the shareholders of K. Hovnanian at Newark Urban Renewal III, Inc. was required because the merger is governed by NISA 14A:10-3(4).

Fourth: That the shareholders of K. Hovnanian Port Imperial Urban Renewal, Inc. approved the Plan of Merger on April 1, 1999.


Fifth: That the number of shares entitled to vote of K. Hovnanian Port Imperial Urban Renewal, Inc. was 100 shares, of which all 100 were voted in favor of the Plan of Merger and none against the Plan of Merger.

Sixth: That the executed Plan and Agreement of Merger dated as of April 1, 1999 by and among K. Hovnanian Port Imperial Urban Renewal, Inc. and K. Hovnanian at Newark Urban Renewal III, Inc. (the "Merger Agreement") is on file at the principal

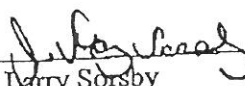
place of business of the surviving corporation, 10 Highway 35, P.O. Box 500, Red Bank,
New Jersey 07701.

ATTEST:

K. HOVNANIAN AT NEWARK
URBAN RENEWAL III, INC.



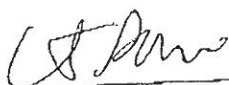
Peter S. Reinhart
Secretary




By: J. Larry Sorsby
Senior Vice President &
Chief Financial Officer

ATTEST:

K. HOVNANIAN PORT IMPERIAL
URBAN RENEWAL, INC..



Peter S. Reinhart
Secretary



By: J. Larry Sorsby
Senior Vice President &
Chief Financial Officer

Date: April 1, 1999

RESOLUTION
K. HOVNANIAN PORT IMPERIAL URBAN RENEWAL, INC.

RESOLVED, by the Board of Directors of K. Hovnanian Port Imperial Urban Renewal, Inc. (the "Corporation") at a special meeting held on January 2, 2013 at 110 West Front Street, Red Bank, New Jersey 07701 with all directors present throughout, that Peter S. Reinhart, Paul W. Buchanan and John Moorzitz are hereby as officers of the Corporation; and

FURTHER RESOLVED, that the following people are designated and appointed as officers of K. Hovnanian Port Imperial Urban Renewal, Inc.; and

FURTHER RESOLVED, the following people are designated and appointed as officers of the Corporation and are therefore authorized to sign all documents in the name and on behalf of K. Hovnanian Port Imperial Urban Renewal, Inc.

Name

Ara K. Hovnanian
J. Larry Sorsby
Marcia Wines
David Valiaveedan
Michael Discafani
Brad O'Connor
Thomas J. Pellerito
Joseph Riggs
Barry McCarron
Stephen M. Dahl

Title

Chairman and Chief Executive Officer
Executive Vice President and Chief Financial Officer
Vice President - Tax
Vice President - Finance and Treasurer
Vice President, Corporate Counsel and Secretary
Vice President, Chief Accounting Officer and Corporate Controller
Chief Operations Officer
Group President
Division President
Vice President, Chief Legal Counsel

Dated: January 2, 2013

K. HOVNANIAN PORT IMPERIAL URBAN
RENEWAL, INC.

By: 

Name: Michael Discafani

Title: Vice President and Secretary

MINUTES

At a special meeting of the Board of Directors of K. Hovnanian at Newark Urban Renewal Corporation III, Inc. held on March 10, 1998, with all directors being present, it was moved, seconded and unanimously adopted to accept the resignation of John J. Schimpf as Executive Vice-President and Director of the Corporation effective March 13, 1998.

A handwritten signature in dark ink, appearing to read "P. Reinhart", written over a horizontal line.

Peter S. Reinhart, Secretary

March 10, 1998

MINUTES

At a special meeting of K. Hovnanian at Newark Urban Renewal Corporation III, Inc. held on February 10, 1997, at 10 Highway 35, Red Bank, New Jersey, it was moved, seconded, and unanimously adopted that Peter S. Reinhart is hereby appointed as Secretary of the Corporation in addition to his other duties as Senior Vice-President and General Counsel, effective immediately.

There being no other business, the meeting was adjourned.

A handwritten signature in cursive script, appearing to read "P. Reinhart", written in dark ink.

Peter S. Reinhart, Secretary

MINUTES

At a special meeting of the Board of Directors of K. Hovnanian at Newark Urban Renewal Corporation III, Inc. held on February 10, 1997, with all directors being present, it was moved, seconded and unanimously adopted to accept the resignation of Timothy P. Mason as Senior Vice-President, Secretary, and Director of the Corporation effective February 10, 1997.

A handwritten signature in dark ink, appearing to read "P. Reinhart", written over a horizontal line.

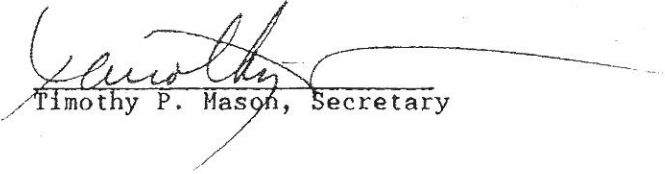
Peter S. Reinhart, Secretary

February 10, 1997

RESOLUTION

At a special meeting of the Board of Directors of K. Hovnanian at Newark Urban Renewal Corporation III, Inc. held on March 19, 1991 it was unanimously approved and RESOLVED that the following persons be and they are hereby designated as assistant secretaries of the corporation:

Robert M. Schwartz
Andre K. Miesnieks
Robert D. Jackson
Alan E. Rosen

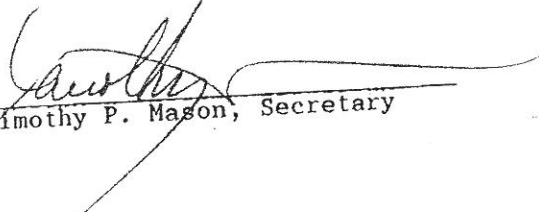

Timothy P. Mason, Secretary

RESOLUTION

At a special meeting of the Board of Directors of K. Hovnanian at Newark Urban Renewal Corporation III, Inc. held on March 19, 1991 it was unanimously approved and RESOLVED that the following persons be and they are hereby designated as officers of the Company:

Kevork S. Hovnanian
Ara K. Hovnanian
Conrad E. Gack
John J. Schimpf
Peter S. Reinhart
Paul W. Buchanan
Merle H. Huseth
J. Larry Sorsby
Timothy P. Mason
Stephen M. Dahl
Barry T. McCarron
Robert Doren

Chairman
Vice Chairman
President
Executive Vice President
Senior Vice President
Senior Vice President
Senior Vice President
Senior Vice President/Treasurer
Senior Vice President/Secretary
Vice President
Vice President
Vice President


Timothy P. Mason, Secretary



New Jersey Department of State
Division of Commercial Recording
Certificate of Amendment to the
Certificate of Incorporation
(For Use by Domestic Profit Corporations)

FILED 102A Rev 12/93

NOV 29 1999

State Treasurer

"Federal Employer Identification No."

Pursuant to the provisions of Section 14A:9-2 (4) and Section 14A:9-4 (3), Corporations, General, of the New Jersey Statutes, the undersigned corporation executes the following Certificate of Amendment to its Certificate of Incorporation:

1. The name of the corporation is: K. Hovnanian at Newark Urban Renewal Corporation III, Inc.
2. The following amendment to the Certificate of Incorporation was approved by the directors and thereafter duly adopted by the shareholders of the corporation on the 1st day of April, 1999:
Resolved, that Article 1 of the Certificate of Incorporation be amended to read as follows:

K. Hovnanian Port Imperial Urban Renewal, Inc.

3. The number of shares outstanding at the time of the adoption of the amendment was 100.
The total number of shares entitled to vote thereon was 100.
If the shares of any class or series of shares are entitled to vote thereon as a class, set forth below the designation and number if outstanding shares entitled to vote thereon of each such class or series. (Omit if not applicable).

4. The number of shares voting for and against such amendment is as follows: (If the shares of any class or series are entitled to vote as a class, set forth the number of shares of each such class and series voting for and against the amendment, respectively).

Number of Shares Voting for Amendment

Number of Shares Voting Against Amendment

100

0

5. If the amendment provides for an exchange, reclassification or cancellation of issued shares, set forth a statement of the manner in which the same shall be effected. (Omit if not applicable).
6. Other provisions: (Omit if not applicable).

K. Hovnanian Newark Urban Renewal III, Inc.

(Corporate Name)

By: J. Larry Sorsby
(Signature)
J. Larry Sorsby, Senior Vice President

(Type Name and Title)
& Chief Financial Officer

Dated this 22nd day of October, 1999.

May be executed by the Chairman of the Board, or the President, or a Vice President of the Corporation.

The purpose of this form is to simplify the filing requirements of the Secretary of State and does not replace the need for competent legal advice.



Please return to:

NJ DEPARTMENT OF COMMUNITY AFFAIRS
BUREAU OF HOMEOWNER PROTECTION
ATTN: KAREN SCHWACHA
PO BOX 805
TRENTON, NJ 08625-0805

State of New Jersey
DEPARTMENT OF COMMUNITY AFFAIRS

CHRISTINE TODD WHITMAN
Governor

JANE M. KENNY
Commissioner

DEPARTMENT OF COMMUNITY AFFAIRS

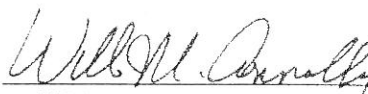
TO: State Treasurer
Re: K. HOVNANIAN PORT IMPERIAL URBAN RENEWAL, INC.
(formerly K. HOVNANIAN AT NEWARK URBAN RENEWAL III, INC.)
File #7653N
an Urban Renewal Entity

This is to certify that the attached CERTIFICATE OF
AMENDMENT TO THE CERTIFICATE OF INCORPORATION OF AN URBAN
RENEWAL ENTITY has been examined and approved by the Department
of Community Affairs, pursuant to the power vested in it under
the "Long Term Tax Exemption Law," P.L. 1991, c.431.

Done this 16th day of Nov 1999 at Trenton, New
Jersey.

DEPARTMENT OF COMMUNITY AFFAIRS

BY


William M. Connolly, Director
Division of Codes and Standards

The attached Certificate of Amendment to the Certificate of
Incorporation has been reviewed and approved as to form.

Attorney General of New Jersey

DATE

16 November 1999

By


David E. Powers
Deputy Attorney General

#7653N

Bureau of Homeowner Protection
PO Box 805, Trenton, New Jersey 08625

Fax 609/292-2839

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